

CERTIFICATE OF REVOCABLE TRUST AGREEMENT

THIS CERTIFICATE OF REVOCABLE TRUST AGREEMENT is made pursuant to Section 91-9-7 of the Mississippi Code of 1972, as amended, and is executed by the trustee (the Trustee) and the creator (the Creator) of the ALDEN C. ANDREWS REVOCABLE TRUST dated the 25th day of July, 1997 (the Trust) and contains the following information:

(a) Name of the Trust: ALDEN C. ANDREWS REVOCABLE TRUST.

(b) The street and mailing address of the office and the name and street and mailing address of the Trustee:

Geoffrey G. Hambach
Post Office Box 1311
Brookhaven, Mississippi 39601

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STATE MS.-DE SOTO CO.
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(c) The name and street and mailing address of the Creator:

Alden C. Andrews
8090 Center Hill Road
Olive Branch, Mississippi 39654

BK. 75 PG. 35
W.E. DAVIS CH. CLK.

(d) A legally sufficient description of all interests in real property owned by or conveyed to the Trust: See Schedule A.

(e) The anticipated date of termination of the Trust: the death of the Creator.

(f) The general powers granted to the Trustee: to do all things permitted under law.

IN WITNESS THEREOF, this Certificate of Revocable Trust Agreement is executed on this the 25th day of July, 1997.

Alden C. Andrews
ALDEN C. ANDREWS, Creator

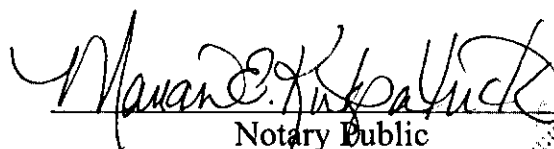
Geoffrey G. Hambach
GEOFFREY G. HAMBACH, Trustee

STATE OF MISSISSIPPI

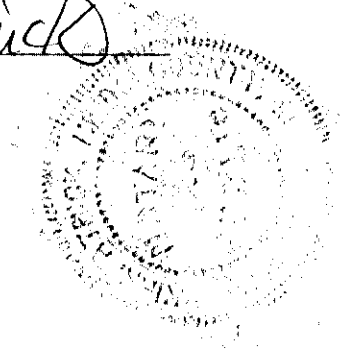
COUNTY OF Hinds

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority at law in and for the aforesaid jurisdiction, ALDEN C. ANDREWS, who acknowledged that she executed the above and foregoing Certificate of Revocable Trust Agreement on the day and year therein shown.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 25th day of July, 1997.


Notary Public

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES OCT. 31, 1998
BONDED THRU STEGALL NOTARY SERVICE



Prepared by:

T. Walton Dallas
Barnes, Broom, Dallas and McLeod, PLLC
P. O. Box 13956
Jackson, MS
(601) 981-6336

SCHEDULE A

The sum of Ten Dollars and No/100 (\$10.00)